- (g) To issue such orders in aid of execution of the Plan, to the extent authorized by Section 1142 of the Bankruptcy Code;
- To consider any amendments to or modifications of the Plan or to cure any defect or omission, or reconcile any inconsistency, in any order of the Bankruptcy Court, including, without limitation, the Confirmation Order:
- To hear and determine disputes or issues arising in connection with the interpretation, implementation or enforcement of the Plan, the Confirmation Order, any transactions or payments contemplated hereby, any agreement, instrument, or other document governing or relating to any of the foregoing or any settlement approved by the Bankpintov Court
- (i) To hear and determine matters concerning state, local and federal taxes in accordance with Sections 346, 505 and 1146 of the Bankruptcy Code (including, without limitation, any request by the Debtor prior to the Effective Date or by the Debtor after the Effective Date for an expedited determination of tax under Section 505(b) of the Bankruntey Code):
- To hear and determine all disputes involving the existence, scope, nature or otherwise of the discharges, releases, injunctions and exculpations granted under the Plan, the Confirmation Order or the Bankruptcy Code;
- (l) To issue injunctions and effect any other actions that may be necessary or appropriate to restrain interference by any person or entity with the consummation. implementation or enforcement of the Plan, the Confirmation Order or any other order of the Bankruptcy Court;

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WHEREFORE, the Debtor hereby requests confirmation of its Chapter 11 Plan pursuant to 11 U.S.C. 6 1129

This, the 30th day of June, 2009.

Respectfully submitted,

WAREHOUSE 86, LLC

By: s/ Stephen W. Rosenblatt Stephen W. Rosenblatt One of Its Attorneys

OF COUNSEL:

Stephen W. Rosenblatt; MB No. 5676 John A. Crawford, Jr.; MB No. 10346 BUTLER, SNOW, O'MARA, STEVENS & CANNADA, PLLC Post Office Box 22567 Jackson, MS 39225-2567 Telephone No.: (601) 948-5711 Facsimile: (601) 985-4500 steve.rosenblatt@butlersnow.com jack,crawford@butlersnow.com

CERTIFICATE OF SERVICE

I, Stephen W. Rosenblatt., one of the attorneys for the Debtor, certify that I have this day caused a true and correct copy of the Plan to be delivered via the means directed by the United States Bankruptcy Court CM/ECF System to the following person:

Ronald H. McAlpin, Esq.
Office of the United States Trustee
Suite 706, A. H. McCoy Federal Building 100 West Capitol Street Ronald.McAlpin@USDOJ.gov

THIS, the 30th day of June, 2009.

By: s/Stephen W. Rosenblatt
Stephen W. Rosenblatt (MB No. 5676)

18:13:07 Page 1 of 12 Doc 153-1 Filed 06/30/09 Entered 06/30/09 18:49:18 Desc

- (m) To determine such other matters and for such other purposes as may be provided in the Confirmation Order:
- To hear and determine any rights, Claims or causes of action held by or accruing to the Debtor pursuant to the Bankruptcy Code, pursuant to any federal or state statute, pursuant to any common law cliam or legal theory;
- (o) To recover all assets of the Debtor and property of the Debtor's estate.
 - To enter a final decree closing the Chapter 11Case; and (p)
 - To hear any other matter not inconsistent with the Bankruptcy Code.

ARTICLE XIV. CONSUMATION AND CLOSING OF CASE

14.1. Consumation and Closing. Upon completion of the payments of this Plan to deem the Plan to be fully consummated, the case will be closed. Upon full consummation, an appropriate Order will be entered closing the case. Creditors shall be enjoined from instituting or continuing any legal action to enforce their claims or such contractual terms and provisions other than in accordance with the provisions of this Plan. Further, the Order closing the bankruptcy estate shall provide that all jurisdiction of the Court will terminate, except such jurisdiction as is otherwise provided for herein, or except and unless the Debtor requires reopening of this case to enforce any injunctions contained in the order closing this case, or any other beneficial reason.

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United States Bankruptcy Court

			animark ha	
In re	Warehouse 86, LLC		Case No. 08-0342	3
		Debtor		
			Chapter	11

SUMMARY OF SCHEDULES - AMENDED

that schedule is attached and state the number of pages in each. Report the totals form Schedules A, ided. Add the amounts from Schedules A and B to determine the folial amount of the debtor's assets. Schedules D, B, and P to determine the botal amount of the debtor's liabilities. Individual debtors must up of Certain Liabilities and Rolleted Data" if they file a case under chapter, 7, 11, or 13. nt of all claims from Sc

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yos	1	0.00		
B - Personal Property	Yes	4	1,511,708.29		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yos	5		2,411,723.57	
E - Creditors Holding Unsecured Priority Claims (real of Cales on Educate E)	Yes	2		39,500.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yos	17		1,522,472.75	
G - Executory Contracts and Unexpired Leases	Yes	5			
H - Codebiora	Yos	1			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		35			
	To	tal Assets	1,511,708.29		
			Total Liabilities	3,973,698.32	

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Case 08-03423-ee Doc 153-2 Filed 06/30/09 Entered 06/30/09 18:49:18 Desc
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Statistical Summary (17/07)	·	

United States Ban	kruptcy Court
Southern District	

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In re	Warehouse 86, LLC	Caso No. 08-03423	
		Debtor	
		Chapter11	

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debior whose debis are primarily consumer debts, as defined in § 101(3) of the Bankruptcy Code (11 U.S.C.§ 101(3)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Cleeck this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schodule F)	
TOTAL	

State the followings	
Average income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20)	

Sinie the following:	
Total from Schedule D, "UNSECURED PORTION, IF ANY" columns	
2. Total from Schedula E, "AMOUNT ENTITLED TO PRIORITY" column	
Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column	
4. Total from Schedulo F	
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)	

(m) (c) 1995-2009 - Best Case Edutions - Evanston, IL - (500) 492-007.

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In re	Manhaura na 11 a		
111 10	Warehouse 86, LLC	Case No	08-03423

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS - AMENDED (Continuation Sheet)

Wages, salaries, and commissions

	7.5					_	TYPE OF PRIORIT	Y
CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See lastnedoss.)	CODMBTOR	HENTO	AND CONSIDERATION FOR CLAIM	12002-1200	DE	0-98-6	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY AMOUNT ENTITLED TO PRIORITY
Account No.	1			Ť	Ī			
Eric L. Eliortsen 3103 Wotherby Cv. N. Germantown, TN 38139		-		-	0			11,500.00
Account No.	╁	H	Unpoid Salary	┡	Н	-	11,500,00	0.00
Ernost K. Strahan, III 1918 Polit Bols St N Jackson, MS 38211		-	,				0.000.00	9,000,000,0
Account No.	H	Н	Unpaid Compensation	Н	Н	+	9,000.00	0.00
Joy St James 3241 Kinney Drive Germantown, TN 38139		-						9,000.000
Account No.	Н	4	11 11 11 11 11 11 11 11 11 11 11 11 11		1	1	9,000.00	0.00
Account No. Paul St James 3241 Kinnoy Drive Germanlown, TN 38139		-	Unpoid Salary					10,000.00
Account No.	Н	+		4	+	+	10,000.00	0.00
Sheet 1 of 1 continuation sheets attac	bed	lo		bto		t		39,500,00
Schedule of Creditors Holding Unsecured Prior	ity C	llai	ms (Total of thi	ı pı	Be)	L	39,500.00	0.00
			(Report on Summary of Sch-	To			20 500 00	39,500.00

n re	Warehouse 86, LLC Case No08-03423
-	Debtor Case (vo
sc	IEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS - AMENDED
to prio accour continue to If a Do not litable continue "Disputation of the Internal "Disputation of th	unplus list of sinker meticle a priority, lived symmetry by profession, it is to be set furth on the sheets provided. Only before of unwelling the provided of the priority of the sheets to be sheet as the sheet of the sheet as the sheet of the sheet as the sheet of
	k this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.
	OF PRIORITY CLAIMS (Check the appropriate box(cs) below if claims in that category are listed on the attached aheats)
Cla of such	testic support obligations on for domatic import that see owed to or recoverable by a spouse, former spouse, or child of the debtor, or the purent, legal guardies, or responsible relain child, or a governmental unit to whem such a domestic support chim has been antipord to the extent provided in 11 U.S.C. § 507(g)().
C Ex	nations of credit in an involuntary case as a trianging the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of the commencement of the case but before the earlier of the appointment of the commencement of the case but before the earlier of the appointment of
Way represe occurre	ce, salaries, and commissions st, minies, and commissions, including vectoin, savenance, and sixt leave pay owing to employees and commissions owing to qualifying independent salarities up to \$10,000 per person extend which \$10 days immediately recording the filing of the original publics, or the certains of business, whichever first, to the extent provided in \$1 U.S.C. \$507(6/4).
☐ Col	tributions to employee benefit plans y owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the ceasaion of business or consumed fart, to the extent provided in 11 U.S.C. § 507(b)(5).
	aln farmers and fishermen 12 of certain farmen and fishermen, up to 55,400° per farmer or fisherman, against the debior, as provided in 11 U.S.C. § 507(a)(6).
🗆 Deg	sales by Individuals 10 individuals up 52,415° for deposits for the purchase, lease, or restal of property or services for personal, family, or household use, that were not or provided, 11 in U.S.C. § 307(6)(7).
Tax	s and certain other debts owed to governmental units , customs dutics, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).
C Cos	milments to maintain the capital of an insured depository institution
	a based on exemplicants to the PIOC, RTC, Director of the Office of Traffs Experision, Comparalter of the Currancy, or Board of Governors of the Federal System, or their predecessors or successors, to maintain the capital of an insured depositary institution. If U.S.C. \$ 507 (a)(9). as for death or personnal injury while debtor was installested
Clair	as not statutory personant majory within electric was intoxicated. Soft death or personal finally resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or character. II U.S.C. § 397(6)(6)
• Amou	ts are subject to adjustment on April I, 2010, and every three years thereafter with respect to cases commonced on or after the date of adjustment.
ighi (c) 16	S-2009 - Best Cales Scholona - Exercise, IL - (000) 422-8037 Best Cales Stadengstry
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	Warehouse 86, LLC Case No08-03423

In re	Warehouse 86, LLC	Case No. 08-03423
	Debtor	

AMENDED

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, nailing address, including pf peode, and last four digin of any account number, of all entitles holding uncrossed driens without priority sustant the debter or the property of the debtes, as of the date of little of the petition. The complete account number of any account that debter has with the debter does not be dated for little of the petition. The complete account number of any account that debter has with the debter does not be suffered as the creditor and tany be provided if the debter chooses to do so. If a minor child is a creditor, that the child's initials and the name and address of the child's person of greatent, and has a constant of the complete account number of any account of the child's person of the complete account of the child's person of the child's person of the child o

CREDITOR'S NAME.	10	H	shand, Wile, Johl, or Community		Ic	U	D	1
MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEST	## TO	DATE CLAIM WAS INCURRED AN CONSIDERATION FOR CLAIM. IF CLA IS SUBJECT TO SETOFF, SO STATE	Th.4	02+-20m	DXLLGD_DATE	LDEDFEC	AMOUNT OF CLAIM
Account No.		Т	Trade debt		Ÿ	Ť		
ABC Logistics Corp 2300 Silier St #685 Momphis, TN 38114						D		
Account No.		L			L	L	L	1,000.00
ADP, inc. 5680 New Northalde Dr. Atlania, GA 30328-4612								0.00
Account No.		H	A/C Company		Н	-	_	0.00
Air-One Services 5055 Picasant View Momphis, TN 38134		-						
								1,130.00
Account No. Allied Wasle Sery #493 P O Box 8001228 Loulaville, KY 40290-1225		-	Trash removal					
		Ш						3,851.24
16 continuation sheets attached			CT o	Si tal of th	ubte			5,981.24

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In re Warehouse 86, LLC

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Debter

Case No. 08-03423

In re Warehouse 86, LLC			Case No	08-034	23
		Debtor			
SCHEDULE F - CRE	DITORS HOLI	MIENDED DING UNSECURED Continuation Sheet)	NONPRIOR	ITY	CLAIMS
CREDITOR'S NAME,	C Husband, V	Mia, Joint, or Community		8 4	7
MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C Husband t	DATE CLAIM WAS INCUF CONSIDERATION FOR CLAIM IS SUBJECT TO SETOFF, S	RRED AND M. IF CLAIM SO STATE.	0021-12082-1200	AMOUNT OF CLAIM
Account No.	Tras	h removal		7 7	
Allied Waste Serv #837 P O Box 9001225 Louisville, KY 40290-1225					
				Ш	1,608,12
Account No.	Tras	h removal			
Ailled Wasie Serv #968 ² O Bex 9001225 _ouisville, KY 40290-1225	•				
Account No.	Cred	It card purchases		$+\!\!+$	1,855.01
American Express Corp		•			
P O Box 650448 Dallas, TX 75265-0448					
Account No.	Gopy	/ services		+	267,680.60
Amorican Photocopy					
719 Bartlett Road flemphis, TN 38134					
			1		448.78
Account No.	Trad	o debt		$\top\!$	
meriges 45 W 12 Street	-				
gden, UT 84404-5401			1		i
heet no. 1 of 16 sheets attached to So	shadula of		9.4	btotal	712.07
reditors Holding Unsecured Nonpriority Clair			(Total of thi		272,304.58
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In re Warehouse 86, LLC			Case No	18-034	23
		Debtor			
SCHEDULE F - CRE	DITORS HOLD	MENDED DING UNSECURED I	NONPRIOR	ITY	CLAIMS
	,ς	ontinuation Sheet)			
CREDITOR'S NAME, MAILING ADDRESS	C Husband, W	Ma, Johil, or Community		8 4 5	
MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER	NO TEMPO	DATE CLAIM WAS INCUR CONSIDERATION FOR CLAIM IS SUBJECT TO SETOFF, S	RED AND 6. IF CLAIM		AMOUNT OF CLAIM
(See instructions above.)		debt	- JIVIE	0021-00-04-00	
ambridge inleg. Serv.			ļ.	É]
1500 Solon Rd. cion, OH 44139	-				
ccount No.	Trade	dobt		$+\!\!+$	13,280.00
H Enterprises 305 Harrison #6-323					
305 Harrison #6-323 gdon, UT 84403					
			1		1,447,71
ccount No.				ᆚᆫ	

SCHEDULE F - CREDITOR	RS I	AMENDED OLDING UNSECURED NONPRIO (Continuation Sheet)	Rľ	r	¥	c	CLAIMS
CREDITOR'S NAME, MALING ADDRESS BNCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) Account No.	CODEBLOR	CONSIDERATION FOR CLAIM. IF CLAIM	1280211200	DELLEG-CATED		01570700	AMOUNT OF CLAIM
AT&T P O Box 105282 AUanta, GA 30348-5262		xxx-xxx-0598 and xxx-xxx-3640	Ľ	B			
Account No.	H	Acct, No. xxxxx0088	1	L	ļ	4	209.53
Almos Energy P.O. Box 9001949 Louisville, KY 40290-1949							
Account No.	H		Ļ	L	ļ	1	1,305.04
Baja Motorsports, LLC 40602 North Hammond Ln Phoenix, AZ 85034	-						0.00
Account No.	\vdash	Warehouse Lease	+	H	ŀ	+	0.00
Boyor BDD, L.C. 90 South 400 W STE 200 Salt Lake Cit, UT 84101	-						
	Ш						168,390.25
Account No. Brands on Sale 16706 Edwards Rd. Cerritos, CA 90703		·					9.0 0
Sheet no. 2 of 16 sheets attached to Schedule of			lubt		L	+	
Creditors Holding Unsecured Nonpriority Claims		(Total of			-	L	169,904.82

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In re	Warehouse 86, LLC	Case No08-03423
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AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Shet)

CREDITOR'S NAME.	Ig	H	shand, Wife, John, or Community		¢	Įu	D	1
MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER	DOMOT	HWJ	DATE CLAIM WAS INCURRED AN CONSIDERATION FOR CLAIM. IF CL IS SUBJECT TO SETOFF, SO STATE	D AIM	CONTINGENT	21-0	010000	
(See instructions above.)	R	c	IS SUBJECT TO SETOFF, SO STATE	E.	ë	١ĭ	Ė	AMOUNT OF CLAIM
Account No.	t	t			ř	Ž	ľ	
Crawford Technical Services Joel Fisher, Exe Gen Adjatr		L			-	B	-	
11434 Haleiwa Piace	ı	Γ			×	×	×	
Diamondhead, MS 39525	ı							
	L	L						0,00
Account No.	1	l			Г		Г	
Crown Lift Trucks	l							
3952 Willow Lake Blvd.	l	-]				
Bid. #5 Memphis, TN 38118	١.	١.		- 1				
Momphis, IN 38118			*	ĺ				
Account No.	Н	H			-		L	0.00
Crown Packaging Corp.				ı				
17854 Chastriid Airpt		-		- 1				
Chesterfield, MO 63005	П							
								0.00
Account No.	П		Utilities		٦	1	-	
Delta Electric Power				- 1				
P O Box 935		٠		- 1	-	ı		
Greenwood, MS 38935-0935								
				- 1	1			760.64
Account No.	П	1	Survey services after tornado		+	1	1	
Dematic Corporation		1				1		
O Box 12021		- 1			1	1	-	
Newark, NJ 07101-5021		-					-	
		1				1		1.819.00
Sheet no. 4 of 18 sheets attached to Schedule of	1			Su	bte	tal.	┪	
Creditors Holding Unsecured Nonpriority Claims			CTo	tal of this				2,579.64

Sheet no. <u>3</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

City of Indiancia Water P O Box 259 Indiancia, MS 38751

Computer Resources P.O. Box 1241 Cordova, TN 38088-1241

Subtotal (Total of this page)

93.04

0.00

2,021.50

16,822,25

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AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

	τ.	145				_		
CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	20-tempon	# #8-0	IS SUBJECT TO SETOFF, SO STATE.	0027		27 07 04	0-20-00	AMOUNT OF CLAIM
Account No.			Shipping	7;	ı,	i		
DHL Express (USA) Inc. P O Box 4723 Houston, TX 77210-4723					Č			
Account No.	Н	-	Trade debt	+	1	4	4	80,384.01
DHL Express-Claims Attn: Mark Sanchez 1144 W. Washington St. Tempa, AZ 85281		-						
Account No.	Н	4		+	Ļ	ļ	4	2,558.78
EMC ins. Companies P O Box 6011 Ridgeland, MS 39158-6011		-						0.00
Account No.	7	7	Unpaid compensation	╁	H	╀	+	
Eric L. Ellertson 3103 Wetherby Cv. N. Gormantown, TN 38139								0,00
Account No.	+	+	Loans to Company	+	_	L	+	0.00
Erneat K. Strahan, III 1918 Petti Bols St N Jackson, MS 39211								62,938,22
Sheet no. 5 of 18 sheets attached to Schedule of				lubi	_	Ļ	╀	VZ,030,22
Creditors Holding Unsecured Nonpriority Cialms) to lator)				L	145,881.01

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Warehouse 88, LLC

AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

	Te	Tit	sband, WVa, Johil, or Community		-		·
CREDITOR'S NAME,	ĕ	# #8.0	Label Hard Stand of Controlling	-18	N	18	
MAILING ADDRESS INCLUDING ZIP CODE.	Ιĕ	1.	DATE CLAIM WAS INCURRED AND	12	11	12	1
AND ACCOUNT NUMBER	15	ľ	CONSIDERATION FOR CLAIM, IF CLAIM	- 10	19	Ų	AMOUNT OF CLAIM
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Gloria O'Neal	1				T	T	1
4403 Bennett Wood	- 1	ŀ		l۸	lχ	Ιx	
Millington, TN 38053					ľ	Г	
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H&E Equip. Sorv. Inc.	1	ı			1	ı	1
2760 5 Wadman Dr	1	L		1	1		1
Ogden, UT 84401	1	ľ		-	1	1	
again, at out t				1	1	1	
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Haddox Rold Burkes	1			1	١		1
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Jackson, MS 39225-2507	1	١.			ı	l	1
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Account No.	4.				ı	l	
HEPACO, Inc.				1	ı		
731 East Brooks Road				1	1	1	į .
Memphis, TN 38116				1	ı		
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Account No.	\perp	Ц		Ļ	L		14,151.93
Account No.	-		Trade debt				
HOJ Enginr, & Sales Co							
3060 S 500 West				1	1		
Salt Lako Cit, UT 84123	11				1		
one care on, or otted				1			
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Sheet no. 7 of 16 sheets attached to Schedule o	<u> </u>			Subi	Ц	Н	2,002.70
Creditors Holding Unsecured Nonpriority Claims	•		(Total of				20,941.98
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In re	Warehouse 86, LLC	Case No	08-03423
_	Dehter		

AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME.	C	140	iband, W/e, John, or Community		Īē	ΙŪ	0	T
MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (Gee instructions above.)	20184000	25.0	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAI IS SUBJECT TO SETOFF, SO STATE.	м	12802-1200	0M-100-02-020		AMOUNT OF CLAIM
Account No.			Shipping		ř	Î		
Excel Transportation P O Box 844711 Dallas, TX 75284-4711					-	Ď		
Account No.	Н	Н	Acct No. xxxxxx7475		Ш	H		25,823.16
Fifth Third Auto Leasing Tri P.O. Box 830044 MD1MGC2E-3152 Cincinnati, OH 45263		-	· · · · · · · · · · · · · · · · · · ·					4,000.40
Account No.	Н	+			Н	Ц	-	1,033,49
First ins Funding Corp 150 Skokla Bivd. Sulta 1000 Vorthbrook, IL 60065-3306		-						
Account No.	+	+			-	4	4	0.00
3ary E. Voasey, Esq. 180 Ridge Lake Bivd. 3TE 202 Memphis, TN 38120		-						0.00
Account No.	+	1	Broadband providor		+	+	+	0.00
Blobal Crossing Tolo. 120 Pilisford Victor Pilisford, NY 14534-3818	-	.						
	_	1			1	1	1	9,478.33
heet no. 6 of 16 sheets attached to Schedule of creditors Holding Unsecured Nonoriority Claims				Su	blo	tal	1	36,334.98

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In re	Warehouse 88, LLC	Case No. 08-03423

AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

T	15	74	stand, Wife, Joint, or Community	_				
CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See Instructions above.)	NO-TENDOR	土 エミーロ	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	COXXOUZ	DET-CO-DY-PED	C. MP. LPEC	מאל האם	AMOUNT OF CLAIN
Account No.	1			٦٣	Î	ı		***************************************
IDI Services Group Mary Leesa Simmons, RPA, FMA 1000 Ridgeway Loop Rd. #100 Memphis, TN 38120				1	X	1	1	00.0
Account No.	╁	H		┝	┞	╀	╀	0.00
Interface Systems 3773 Corporate Center Drive Earth City, MO 63045		-				×		
Account No.	H	Н	Disputed taxes allegedly owed by C86, LLC	L	L	L	1	0.00
International Tax Services 2204 Walkley Road Oltawa, ON K1A1AB Ganada		-		×	×	×		
Account No.	Н	-		L	L	L	╀	0.00
Isaac Amavizca 3822 W. Oregon Avenue Phoenix, AZ 95018		-		x	x	x		
Account No.	Н	┥		Н	4	L	┞	0.00
Jennifer D. Jones 161 Warron St., #26 Como, MS 38619				x	×	x		
	_	_				Ц	L	0.00
Sheet no. 8 of 18 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			S: (Total of th	abte is r				0.00

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MOUNT OF CLAIM

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In re Warehouse 88, LLC SCHEDULE F - CREDITORS F	Debtor Case No0 AMENDED HOLDING UNSECURED NONPRIOR (Continuation Sheet)		In re Warehouse 86, LLC SCHEDULE F - CREDITORS	Debtor Case No. 08-03423 AMENDED HOLDING UNSECURED NONPRIORITY CL (Continuation Sheet)	AIMS
CREDITOR'S NAME, MALLING ADDRESS RNCLUDING ZP CODE, AND ACCOUNT NUMBER (See hastructions showe.) Account No. Joann McKinney 2278 Sharan Memphis, TN 38127		O X L D L D L D L D L D L D L D L D L D L	CREDITOR'S HAME, MALING ADDRESS RICLIONG ZIP CODB. AND ACCOUNT NUMBER (See featuretions above.) Account No. Momphile LG&W P.O. Box 388 Memphis, TN 38145-0388	Photensk Wyla, Add., or Community	AMOUNT
Account No. JOF S. Musial, Esq. 9230 E. Gray Road Scottsdale, AZ 85280 Account No.	Shipping	1,700.00	Account No. Memphis Recycling Serv P O Box 88271 Chicago, IL 60880-1271 Account No.	Equipment providor Trado dobt	
Katt Worldwide Logist. P O Box 751197 Memphis, TN 38175 Account No.	Unsecured Creditor	15,000.00	Morchandise Manu, Inc. 6650 Caballero Bivd. Buena Park, CA 90620	-	
Keith Martin Mack 2949 Los Robies Rd. Thousand Oaks, CA 91362-3320		x x x	Mirna Maribel Carrillo 1608 W. Osborn Apt. 7 Phoentx, AZ 85015	- X X X	
Marchetil Robertson & P O Box 3346 Ridgeland, MS 38158		0.00	Nallco Group 23200 Haggerty Rd. Farmington, MI 48335		****
Sheet no. 9 of 19 sheets standard to Schedule of Creditors Holding Unsecured Nonpriority Claims Copyright (p) 1090-2000 - East Code Goddone - Eventuor, U (600) 442-2027	Sw (Tetal of this	spage) 16,700.00	Sheet no10_ of _18_ alteris attached to Schedule of Creditors Holding Unaccured Nonpriority Claims Creditors Holding Unaccured Nonpriority Claims Creditors Holding Unaccured Nonpriority Claims	Subuntal (Total of this page)	Basi Casa

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Warehouse 86, LLC

Case No. 08-03423 Debtor

AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME.	10	TH	aband, Wile, Joint, or Community		٣T	11	n	T
MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	20-181000	# W 7 G	DATE CLAIM WAS INCURRED AND		CONTINGENT	0-60-55	コージーロントロロ	AMOUNT OF CLAIM
Account No.	Т	Г	Acct. No. xxxxxxx6907	\neg	7	£١		h
Old Dominion Freight Line clo McCarthy Burgess & Wolff 26000 Cannon Road Cleveland, OH 44146						Ď		411.38
Account No.	1	┢	Loans to Company	+	+	┪	-	
Paul and Joy St James 3241 Kinney Drive Germantewn, TN 38139		-						
Account No.	H	-		4	4	4	_	518,799.53
Phusion Software, Inc. 26300 Ford Rd. #415 Dearborn Heig, MI 48127								
Account No.	Н	Н	Utilities	+	1	1	4	0.00
Questar Gas Company P O Box 45841 Salt Lake Cil, UT 84139		-	Vunues					
Account No.	4	4		1	L	1	1	224.36
RadioShack Corporation Ront Acct Dept, Ac Sup P. O. Box 951880 Fort Worth, TX 76181-5014		-	Disputed Lease Obfigation	×	,		ĸ	
	- [1			l	1	1	0.00
Sheet no. 11 of 16 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			(Total o	Sub		•		519,435.27

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In re	Warehouse 66, LLC	Case No08-03423	
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AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

			(Communica Sieser)						
CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See Instructions above.)	200mm-0x	H HW J C		ND .AIM TE.	ロロスト エロビスト	70-CD-12C	0-10-10	AMOUNT OF C	LAIN
Account No. Rocky Mountain Power 1033 NE 6th Ave Portland, OR 97258-0001			Udilijes		7	TED		9,256	
Account No. S & B Packaging, Inc. d/bha Caboodles 6834-A Interstate Bivd. Horn Lake, MS 38837		-						477	
Account No. SC Klosk, Inc. 300 RadioShack Circle MS CF4-101 Fort Worth, TX 78102			Rent Deposit-RadioShack		x	×	×		.00
Account No. Serv 1st Indust. Tires 120-8 Guinton Avo Munford, TN 38058		-	Trado dobl					410	
Account No. Soelker Servicos, Inc. 1588 Panama St Memphis, TN 38198-1919			Acct. WAR102					4,724	
Sheet no. 12 of 16 sheets attached to Schedula of Creditors Holding Unsecured Nonpriority Claims			(I	St otal of th	ıbtı			14,878	.00

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Case 08-03423-ee Doc 153-2 Filed 06/30/09 Entered 06/30/09 18:49:18 Desc Case 08-03423-ee Doc 153-2 Filed 06/30/09 Entered 06/30/09 18:49:18 Desc Case 08-03423-ee Doc 153-2 Filed 06/30/09 Entered 06/30/09 17:48:00 Desc Main Document Page 18 of 27

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In re Warehouse 86, LLC	,		Case No	.08	F03	143	3
SCHEDULE F - CREDIT	ORS	H	AMENDED OLDING UNSECURED NONPRIO (Continuation Sheet)	RI	T	ĸ.	CLAIMS
CREDITOR'S NAME, MALING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODWALOR	E HW TO	nhand, Wa, Jobl, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	002F-2683	ロボーロコーロメーロロ	015000	AMOUNT OF CLAIM
count No. OS Staifling O Box 27008 all Luko Cil, UT 84127		-	Temporary agency services	F	CHID.		
∞ount No.	+			+	l	L	17,432.77
orint O Box 660092 allas, TX 75266							
count No.	+		Trado dobt	t	-	H	0.00
37 E Via de Ventura ito 250 olisdale, AZ 85258		-					193.32
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ount No.	+		Account No. xxx-xxx-5485	H		L	20,853.70
insport Express Inc.). Box 69297 httle, WA 98168		-					
et no. 13 of 18 sheets stacked to Schedule	of	Ш	; 10 ldoT)	iubu his t			3,290.00 41,789.79
yrdyst (c) 1996-2000 - Best Clasa Sokutorst - Evension, IL - (800) 40	3-8037						Basi Case Bardrupky
	x hibi	帏	Filed 06/30/09 Entered 06/30/09 1 åd 0add09 Park <i>all 0-68</i> 760/09 17:48: ument Page 20 of 27				
În re Warehousa 86, LLC			Case No	.08	-03	42	3
SCHEDULE F - CREDIT			AMENDED OLDING UNSECURED NONPRIOR (Continuation Sheet)	RIT	ГΥ	? (CLAIMS
CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HW J	chard, Wee, John, o' Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	424-120n2	2205.0.	D-82-00	AMOUNT OF CLAIM
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CREDITOR'S NAME,	18	11	strand, WVe, Joint, or Construity	12	Į,	1	
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Account No.	Γ	Т	Account No. xxx-x8408	7	Î	1	
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Account No.	┝	┝	Wirolean Survican	+	╀	╀	340.03
Vertzon Wireless P O Box 660108 Dallas, TX 75266-0108		-		×	×	×	2.988.01
Account No.	L	H		1	1	1	2,988,01
Vortox, IPS 5885 Stapleton Dr. N STE C308 Denver, CO 80216							0.00
Account No.	-	Н	Trade debt	╀	┝	┞	5.00
Waterford Technologies 19700 Fairchild #300 Irvine, CA 92812							450.00
Account No.	Н			+	H	H	10000
Willow Lako Pro., LLC 233 South Wacker Dr Sto. 350 Chicago, IL 60608							0.00
Sheet no. 15 of 18 sheets attached to Schedule of		1		Subt	inta	-	
Creditors Holding Unsecured Nonpriority Claims			(Total of				3,758.86

În re	Warehouse 86, LLC	Case No. 08-03423
	Debtor	

AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Street)

CONTRACTOR SALLS OF	Te	Ī HA	nitand, Wife, John, or Constructly	TE	177		-	
CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	23.0	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	UOZH_ZUNZH	DELLOSLOSTED			AMOUNT OF CLAIM
Account No.	1	1	Shipping	٦۴	E	1	1	
Tri-Continental Truck P O Box 1621 Scottsdalo, AZ 85252-1621		-				1	_	
Account No.	╁	╁	Trade debt	+	╀	+	4	5,550.00
TWG Innov. Solutions 13922 Denver W Pkwy Golden, CO 80401								
Account No.	╀	Ļ		Ļ	L	ļ	4	125,469.00
TWG innov. Solutions 13922 Danver W Pkwy Gelden, CO 80401								
Account No.	╁	Н	Shipping	╀	┞	╀	+	0.00
UPS 1820 Valwood Pkwy #115 Carrollton, TX 75008								
	L	Ц						58,577.46
Account No. UPS Lockbox 577 Carol Straam, IL 60132-0577			Shipping					
	Ш			П			1	56,567.20
Sheet no. 14 of 18 sheets attached to Schedule of			C-1-5	Subt	ota	ı	T	246,163,86

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In re	Warehouse 86, LLC	Case No08-03423

AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME,	Īē	Hu	shand, Wile, John, or Community	10	ii	Tri	T
MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER	20-1811000	## J C		22	22.1.00	01-02-07-00	AMOUNT OF CLAIM
(See instructions above.)	Ř	C		100	ŀ	5	
Account No.	ı	١.	Disputed taxes allegedly owed by C86, LLC	۳	Ē		
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heet no. 18 of 16 sheets attached to Schedule of reditors Holding Unsecured Nonpriority Claims			Su (Total of thi	bto s p		J	0.00
			(Report on Summary of Sch	To	tal	T	1,522,472.75

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B6 Declaration (Official Form 6 - Declaration). (12/07)

United States Bankruptcy Court Southern District of Mississippi

In re Warehouse 86, LLC

Case No. <u>08-03423</u> Chapter 11 Debtor(s)

DECLARATION CONCERNING DEBTOR'S SCHEDULES - AMENDED

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

1, the CFO of the corporation named as debtor in this case, declare under penalty of perjury that I have re the foregoing summary and schedules, consisting of 37 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date _June 30, 2009

Signature | Isl Ernest K. Strahan III Ernest K. Strahan III CFO

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.

18 U.S.C. §§ 152 and 3571.

United States Bankruptcy Court	
Southern District of Mississippi	

In re	Warehouse 86, LLC	Case No.	08-03423
	Debtor(s)	Chapter	11

VERIFICATION OF CREDITOR MATRIX - AMENDED

I, the CFO of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the

Date: June 30, 2009 /s/.Ernest K. Strahan III Ernest K. Strahan III/CFO

ston, II. + (\$00) 402-8010

Warehouse 86, LLC 5 River Bend Place, STE D Flowood, MS 39232

American Covers, Inc. dba Handstands 675 West 14600 South Bluffdale, UT 84065

Baja Motorsports, LLC 40602 North Hammond Ln Phoenix, AZ 85034

John A. Crawford, Jr. (Jack) American Express Corp Butler, Snow, O'Mara, StevensPSOCRownaffs1A RBLC P O Box 22567 Dallas, TX 75265-0448 Jackson, MS 39225-2567

Boyer BDO, L.C. 90 South 400 W STE 200 Salt Lake Cit, UT 84101

5 River Bend Pl., LLC 5 River Bend Place Ste. D Flowood, MS 39232

American Internatl Co. Specialty Workers Comp P O Box 409 Parsippany, NJ 07054-0409

Brands on Sale 16706 Edwards Rd. Cerritos, CA 90703

ABC Logistics Corp 2300 Sitler St #685 Memphis, TN 38114

American Photocopy 1719 Bartlett Road Memphis, TN 38134

Cambridge Integ. Serv. 31500 Solon Rd. Solon, OH 44139

ADP, Inc. One ADP Blvd Roseland, NJ 07068-1728

Amerigas 545 W 12 Street Ogden, UT 84404-5401

CH Enterprises 4305 Harrison #6-323 Ogden, UT 84403

Air-One Services 5055 Pleasant View Memphis, TN 38134

Aon Innov. Solutions 13922 Denver West Pkwy Golden, CO 80401

Allied Waste Serv #493 P O Box 9001225 Louisville, KY 40290-1225

P O Box 105262 Atlanta, GA 30348-5262

City of Indianola Water P O Box 269 Indianola, MS 38751

Computer Resources P.O. Box 1241 Cordova, TN 38088-1241

Allied Waste Serv \$837 P O Box 9001225 Louisville, KY 40290-1225

Atmos Energy P.O. Box 9001949 Louisville, KY 40290-1949

ConnectShip, Inc. 8282 S. Memorial Suite 400 Tulsa, OK 74133

Allied Waste Serv #868 P O Box 9001225 Louisville, KY 40290-1225

Audiovox Spec. Applic. 53200 Marina Drive Elkhart, IN 46514

Consumer Products Serv 1650 Old Country Rd Plainview, NY 11803

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Crawford Technical Services EMC Ins. Companies Joel Fisher, Exe Gen Adjstr 1434 Haleiwa Place Piamondhead, MS 39525 EMC Ins. Companies P O Box 6011 Ridgeland, MS 39158-6011

4403 Bennett Wood Millington, TN 38053 H&E Equip. Serv. Inc. 2760 S Wadman Dr Ogden, UT 84401

Crown Lift Trucks 3952 Willow Lake Blvd. Bld. #5 Memphis, TN 38118

Crown Packaging Corp. 17854 Chestrfld Airpt Chesterfield, MO 63005

Eric L. Eilertsen 3103 Wetherby Cv. N. Germantown, TN 38139 Ernest K. Strahan III 1918 Petit Bois St. N Jackson, MS 39211

Haddox Reid Burkes P O Drawer 22507 Jackson, MS 39225-2507

Gloria O'Neal

Delta Electric Power P O Box 935 Greenwood, MS 38935-0935

Ernest K. Strahan, III 1918 Petit Bois St N Jackson, MS 39211

HEPACO, Inc. 731 East Brooks Road Memphis, TN 38116

Dematic Corporation P O Box 12021 Newark, NJ 07101-5021

Excel Transportation P O Box 844711 Dallas, TX 75284-4711 HOJ Enginr. & Sales Co 3960 S 500 West Salt Lake Cit, UT 84123

DHL Express (USA) Inc. P O Box 4723 Houston, TX 77210-4723

Fifth Third Auto Leasing Trt IDI Services Group P.O. Box 630041 Mary Leesa Simmons, RPA,F MDIMCCEP-3152 1000 Ridgeway Loop Rd. # Cincinnati, OH 45263 Memphis, TN 38120

DHL Express-Claims Attn: Mark Sanchez 1144 W. Washington St. Tempe, AZ 85281

First Ins Funding Corp 450 Skokie Blvd. Suite 1000 Northbrook, IL 60065-3306

Interface Systems 3773 Corporate Center Dr Earth City, MO 63045

DHL Express-SRC 1100 Airport Rd. MS 2061-D11 Wilmington, OH 45177

Gary E. Veasey, Esq. 780 Ridge Lake Blvd. STE 202 Memphis, TN 38120

International Tax Servi 2204 Walkley Road Ottawa, ON KIA1AB Canada

DJW Enterprises Inc. 26070 N. 72nd Drive Peoria, AZ 85383

Global Crossing Tele. 1120 Pittsford Victor Pittsford, NY 14534-3818

Isaac Amavizca 3622 W. Oregon Avenue Phoenix, AZ 85019

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 Page 26 of 27

Jennifer D. Jones 101 Warren St., #20 Como, MS 38619	Memphis LG6W P.O. Box 388 Memphis, TN 38145-0388	Paul and Joy St James 3241 Kinney Drive Germantown, TN 38139	RainWorx, Inc. 159 Pearl Street No. 1 Essex Junction Essex Junctio, VT 05452	Teleshere Networks Ltd 9237 E Via de Ventura Scottsdale, AZ 85258
Joann McKinney 2278 Sharon Memphis, TN 38127	Memphis Recycling Serv P O Box 88271 Chicago, IL 60680-1271	Paul St James 3241 Kinney Drive Germantown, TN 38139	Rocky Mountain Power 1033 NE 6th Ave Fortland, OR 97256-0001	Thomas Sales&Serv Inc. 2300 Sitler St. ‡685 Memphis, TN 38114
Jon S. Musial, Esq. 8230 E. Gray Road Scottsdale, AZ 85260	Memphis Recyling Serv. 1131 Agnes Memphis, TN 38104	Paul Thomas St. James 3241 Kinney Drive Germantown, TN 38139	S & B Packaging, Inc. d/b/a Caboodles 6934-A Interstate Blvd. Horn Lake, MS 38637	Transport Express Inc. P.O. Box 69207 Seattle, WA 98168
Joy D. St. James 3241 Kinney Drive Germantown, TN 38139	Mercantila, Inc. 665 Chestnut St 2nd Fl San Francisco, CA 94133	Pay Pal 211 N. 1st Street San Jose, CA 95131	SC Kiosk, Inc. 300 RadioShack Circle MS CF4-101 Fort Worth, TX 76102	Tri-Continental Truck P O Box 1621 Scottsdale, AZ 85252-1621
Joy St James 3241 Kinney Drive Germantown, TN 38139	Merchandise Manu. Inc. 6650 Caballero Blvd. Buena Park, CA 90620	Phusion Software, Inc. 26300 Ford Road # 415 Dearborn Heig, MI 48127	Serv 1st Indust. Tires 120-B Quinton Ave Munford, TN 38058	TWG Innov. Solutions 13922 Denver W Pkwy Golden, CO 80401
Katt Worldwide Logist. P O Box 751197 Memphis, TN 38175	Mirna Maribel Carrillo 1608 W. Osborn Apt. 7 Phoenix, AZ 85015	Porche Financial Serv 4343 Commercial Ct. Ste. 300 Lisle, IL 60532	Soefker Services, Inc. 1568 Panama St Memphis, TN 38108-1919	UPS Lockbox 577 Carol Stream, IL 60132-0577
Keith Martin Mack 2949 Los Robles Rd. Thousand Oaks, CA 91362-332	Nailco Group 23200 Haggerty Rd. Grazmington, MI 48335	Questar Gas Co. P.O. Box 45841 Salt Lake City, UT 8413	SOS Staffing P O Box 27008 Salt Lake Cit, UT 84127	UPS Freight P.O. Box 6109 Westerville, OH 43086
Louis E. Sagar 598 Broadway New York, NY 10012	Old Dominion Freight Line c/o McCarthy Burgess & Wolff 26000 Cannon Road Cleveland, OH 44146	Questar Gas Company P O Box 45841 Salt Lake Cit, UT 84139	Sprint P O Box 660092 Dallas, TX 75266	Verizon Wireless P O Box 660108 Dallas, TX 75266-0108

RadioShack Corporation Rent Acct Dept, Ac Sup P. O. Box 961090 Fort Worth, TX 76161-50

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Overstock.com, Inc. 6350 S. 3000 East Salt Lake Cit, UT 84121

B4 (Official Form 4) (12/07)

Marchetti Robertson & P O Box 3348 Ridgeland, MS 39158

United States Bankruptcy Court Southern District of Mississippi

In re Warehouse 88, LLC

Case No. 08-03423 Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Benkr. P. 1007(d) for filing in this clumber 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "lastider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's practic agardian, set at ABs, a minor child, by John Doe, guardian. Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Benkr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address including zip code	Name, lelephone number and complete mailing address, including etp code, of amployee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, gavernment contract, etc.)	Indicate if claim is contingent, writquidated, disputed, or subject to sctoff	Amount of claim [if secured, also state value of security]
American Express Corp P O Box 850448 Dallos, TX 76265-0448	American Express Corp P O Box 650448 Dallas, TX 75265-0448	Credit card purchases		267,680.60
Boyer BDO, L.C. 90 South 400 W STE 200 Salt Lake Cit. UT 84101	Boyer BDO, L.C. 90 South 400 W STE 200 Bolt Lake Cit. UT 84101	Warehouse Lease		168,390.25
Cambridge Integ. Serv. 31500 Selen Rd. Selen. OH 44139	Cambridge Intog. Serv. 31500 Solon Rd. Bolon. OH 44139	Trado debt		13,260.00
DHL Express (USA) Inc. P O Box 4723 Houston, TX 77210-4723	DHL Express (USA) Inc. P O Box 4723 Houston, TX 77210-4723	Shipping		80,384.01
DHL Express-SRC 1100 Airport Rd. MS 2081-D11	DHL Express-9RC 1100 Airport Rd. MS 2061-D11 Wilmington, OH 45177	Lien interest in goods owned by craditor consigned to Debter		370,911,30 (1,600.00 secured)
Wilmington, OH 45177 Eric L. Ellertsen 3103 Wetherby Cv. N. Germantown, TN 38139	Eric L. Ellertson 3103 Wetherby Cv. N. Germantown, TN 38139	nubalq nubald		11,500.00
Ernest K. Strahan, III 1918 Petit Bols St N Jackson, MS 39211	Ernest K. Strahen, III 1918 Polit Bois St N Jackson, MS 39211	Loans to Company		62,938.22
Excel Transportation P O Box 844711 Dalias, TX 75284-4711	Excel Transportation P O Box 844711 Dallas, TX 76284-4711	Shipping		25,823.18
Global Crossing Tole. 1120 Pittsford Victor Pittsford, NY 14534-3818	Global Crossing Tele. 1120 Pittsford Victor Pittsford, NY 14534-3818	Broadband providor		9,478.33
Katt Worldwide Logist. P O Box 751187 Memphis, TN 38176	Katt Worldwide Logist. P O Box 751197 Memphis, TN 38175	Shipping		15,000.00
Mercantila, Inc. 865 Chostnut St 2nd Fl Son Francisco, CA 94133	Mercantile, Inc. 665 Chostnut St 2nd Fl 9an Francisco, CA 94133	Lion interest in goods owned by creditor consigned to Debtor		11,787,99 (600.00 secured)

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Vertex, IPS 5885 Stapleton Dr. N STE C308 Denver, CO 80216

14 (Olfidels Forms 4) (12/07) - Cont. In ro Wareshouses 65, LLC Debtos(s) Case No.	D8-03423
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LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(1)	(2)	(3)	(4)	(5)
Name of creditor and complets mailing address including sip code	Nama, telephone number and complete mailing address, including sip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to seloff	Amount of claim [if secured, also state yalue of security]
Overstock.com, Inc. 8360 S. 3000 East Salt Loko Git, UT 84121	Overstock.com, Inc. 6350 S. 3000 East Salt Loko Cit, UT 84121	Lion interest in goods owned by creditor consigned to Debior		556,880.23 (3,000.00 secured)
Paul and Joy St James 3241 Kinney Drive Germantown, TN 38139	Paul and Joy St James 3241 Kinney Prive Germantown, TN 38139	Loans to Company		518,799.53
Paul St James 3241 Kinnoy Drive Germantown, TN 38139	Paul St James 3241 Kinney Drivo Germantown, TN 38139	Unpaid Salary		10,000.00
Rocky Mountain Power 1033 NE 6th Ave Portland, OR 97258-0001	Rocky Mountain Power 1033 NE 6th Ave Partiand, OR 97256-0001	Utilities		9,268.05
SOS Staffing P O Box 27008 Salt Lake Cit, UT 84127	SOS Staffing P O Box 27008 Salt Lake Cit. UT 84127	Temperary agency services		17,432.77
Thomas Salos&Serv Inc. 2300 Sitier St. #605 Memphis, TN 38114	Thomas Sales&Servinc. 2300 Siller St. #885 Memphis, TN 38114	Trado debl		20,853.70
IWG Innov, Solutions 13922 Denver W Pkwy Solden, CO 80401	TWG innov. Solutions 13922 Denver W Pkwy Golden, CO 80401	Trado debt		125,469.00
JPS 1620 Valwood Pkwy #116 Carrollton, TX 75008	UPS 1620 Valwood Pkwy #115 Carrollton, TX 75006	Shipping		58,577.46
JPS Lockbox 577 Carel Stream, IL 60132-0577	UPS Lockbox 577 Carol Stream, IL 60132-0577	Shipping		59,567.20

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I,	the CFO of the	corporation named	as the debtor	in this case,	, declare under	penalty of perjury	that I have read th	4
£	lint and that it is	two and cowert to	he heat of re-	r informatio	n and haliaf			

Date . 11/4/08	Signature	Emest K. Strehan III
----------------	-----------	----------------------

oaling property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.

18 U.S.C. §§ 152 and 3571. nally for making a false statement or co

Stuart M. Irby P.O. Box 1819 Jackson, MS 39205-1819

Waterford Technologies 19700 Fairchild #300 Irvine, CA 92612

Willow Lake Pro., LLC 233 South Wacker Dr Ste. 350 Chicago, IL 60606

Windsor Tax Services P.O. Box 1655 Windsor ON N9A767

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of College Form 5 - Summary) (17/07)

United States Bankruptcy Court Southern District of Mississippi

In re	Warehouse 86, LLG		Csse No	08-03423		
		Debtor				
		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	Chapter		11	

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and statu the number of pages to each. Report the totals from Schedule B, D, B, F, I, and J in the boxes provided. Add the emounts from Schedules A and B to determine the total amount of the debtor's assAdd the amounts of all claims from Schedules D, B, and F in determine the total amount of the dollar's liabilities. Individual debtors a claim complete the Statuted's Stammary of Certain Liabilities and Related Dank' (They Bin a case under chapter 7, 11, or 13.

NAME OF SCHEDULB	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	Liabilities	OTHER
A - Real Property	Yes	1	0.00		建作的专项专任"在正约后 党会
B - Personal Property	Yos	4	1,511,708.29		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	5		2,411,723.57	
E - Creditors Holding Unsecured Priority Claims (पळवं टाउटल क डेटोट्सन स्)	Yes	2		28,000.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yos	15		1,517,643.31	
G - Executory Contracts and Unexpired Leases	Yos	5			
H - Codebtors .	Yes	1			
I - Current Income of Individual Debtor(e)	No	0			· N/A
J - Current Expenditures of Individual Debtur(s)	No	0			N/A
Total Number of Sheets of ALL Schedu	iles	33			
	7	otal Assets	1,511,708.29		
			Total Liabilities	3,957,360.88	

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BEA (Official Form 6A) (12/07)

Warehouse 86, LLC Debter

08-03423

SCHEDULE A - REAL PROPERTY

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, outlethis, or filture indirect, including all property owned as a colemant, community property, or in which the debtor has a life estate. Include any property is which the debtor has a life in the debtor of the debtor in market, state which real the property by the data of the debtor has a life in the debtor of the debtor in the debtor has a life in the debtor holds no interest in real property, write "None" under "Petertypion and Localison for Property.

The critique of the debtor in the debtor in the debtor holds no interest in real property, write "None" under "Destription and Localison for Property.

By one of lactuals interest in executory contracts and unexpired leaves on this schedule. List them in Schedule G. Excentory Contracts and Unexpired leaves on this schedule. List them in Schedule G. Excentory Contracts and the contract in the debtor in the property, write "None" in the collar all below a local collar all list is an individual or it is joint petition is filed, elsie the amount of any exemption claims in hold a secured interest in the property, write "None" in the collar all filed below in the individual or it is joint petition is filed, elsie the amount of any exemption claims in hold a secured interest in the debtor in an individual or it is joint petition is filed, elsie the amount of any exemption claims in hold a secured interest in the property, write "None" in the collar all the debtor in an individual or it is joint petition in filed, elsie the amount of any exemption claims in hold a secured interest in any property only in Schedule C - Property Calaimed as Exempt.

Description and Location of Property

Total > 0.00

0 continuation sheets attached to the Schedule of Real Property

United States Bankruptcy Court

	Doualda	272014101	or mrannonth.				
In re	Warehouse 86, LLC			Case No	08-03423	08-03423	
		. 17	ebtor				
		-	-Conor	Chapter		11	

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are en individual doblor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankrupkoy Code (11 U.S.C.§ 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159. Summarizo the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule II)	
Claims for Desth or Personal Injury While Debter Was Intexted (from Schedule II) (whether disputed or andisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Bimilar Obligations (from Schedule F)	
TOTAL	

Binto the following: verage Income (from Schedula I, Line 16) verage Expenses (from Schodule J, Line 18) Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20)

State the followings	
I. Total from Schedule D, "UNSECURED PORTION, IF ANY" column	
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column	
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column	
4, Total from Schedule F	
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)	

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In re	Warehouse 86, LLC	Case No	08-03423	
	Dohlas			

SCHEDULE B - PERSONAL PROPERTY

Becapt as directed below, list all personal property of the obtat of whatever kind. If the debtor has no property in one or more of the outegeties, place an '*," is the appropriate position in the column labeled 'None. If additional space is needed in any category, attach a sepante sheet property in dealth of which in case names, case names, and the number of the eathery of the debtor is named, as the whother hundred, wise, both, or the matted community own the property by placing an 'H, " 'W," 'I," or 'C' is the column labeled 'Hundred, Wife, Joint, or Community.' If the debtor is an individual or a joint petition is field, state the amount of any exemptions claimed only in Section C. Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G. Executory Contracts and Unexpired Leases.

Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property."

If the property is being held for a minor child, simply state the child's initials and the name and address of the child's preact or guardian, such as

If the property is being held for a minor child, simply state the child's initials and the name and address of the child's preact of guardian, such as

	Type of Property	NONE	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property without Deducting any Secured Claim or Exemption
i.	Cash on hand	x			
2.	Checking, sayings or other financial		Bank of American - Checking - 3903	•	6,713.43
	accounts, certificates of deposit, or shares in banks, savings and loan,		Bank of American - Checking - 5429	•	54,995.74
	thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or		Bank of American - Checking - 9451	-	5,609.78
	cooperatives.		Paypal Account - payments		4,645.77
			Paypal Account - vip	•	4,408.59
3.	Security deposits with public		Rent Deposit - Radio Shack, Inc		35,407,90
	utilities, telephone companies, landlords, and others.		Rent Deposit - 5 River Bend PI, Flowood, MS		294,00
			Utility Deposit - Memphis Light Gas and Water		26,200.00
			Utility Doposit - Rocky Mountain Power, Ogden Ulah	•	6,000.00
			Utility Deposit - Questar Gas, Ogdon, UT		- 800.00
1 .	Household goods and furnishings, including audio, video, and computer equipment.	x			
5.	Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	×			
б.	Wearing apparel.	x			
١.	Furs and jewelry.	x			
3.	Firesims and sports, photographic, and other hobby equipment.	x			

145.075.21 Sub-Total > (Total of this page)

3 continuation sheets attached to the Schedule of Personal Property

BEB (Official Form 60) (12/07) - Cont.

In re Warehouse 86, LLC

SCHEDULE B - PERSONAL PROPERTY

		50	(Continuation Sheet)		
	Type of Property	NONE	· Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
9.	Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	x			
10.	Annuities, Herrize and name each issuer.	x			
11.	Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State taition plan as defined in 26 U.S.C. § 522(b)(1). Give particulars. (Fife separately the record(a) of any such interest(a). 11 U.S.C. § 521(c).)	x			
12.	Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	х			
13.	Stock and interests in incorporated		G86, LLC	-	888,06
	and unincorporated businesses. Iteraize.		C86, LLG	•	3,313.90
			Bidiopie, LLC (which includes certain auction software)	-	2,148.80
14.	Interests in partnerships or joint ventures. Remize.	x	•		
15.	Government and corporate bonds and other negotiable and nonnegotiable instruments.	х			
16.	Accounts receivable.		Pay Pal Rotention	-	120,669.62
			Cardservice international (Mastercard/VISA)	-	35,000.00
			American Express (Merchant Account)	-	3,000.00
17.	Alimony, maintenance, support, and	х			

165,120.38

Sheet 1 of 3 continuation about strached to the Schedule of Personal Property

Convenient (c) 1966-2000 - Baul Care Schuleres - Svenskyn, E. - (400) 497-407

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B6B (Official Ferm 6D) (12/07) - Cent.

Warehouse 86, LLC

08-03423

SCHEDULE B - PERSONAL PROPERTY (Continuation Sheet)

	Type of Property	HZOZE	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
30.	Inventory.		Located at 3905 S. Portkins, Memphis, TN. 39119 and in Ilbah facility. However, Debtor does not take physical Inventories. The company purchases or consigns inventories that arrive as inixed truckloads of tydely diverse individual "one off liquidation procedus. Each lime on the fract global procedus. Each lime on the fract procedure of the state of the s		140,005,12
31.	Animals.	x			
32.	Crops - growing or harvested. Give particulars.	x			
33.	Farming equipment and implements.	x			
34.	Farm supplies, chemicals, and feed.	X			
35.	Other personal property of any kind not already listed, itemize.	x			

1,511,708.29

Shoot 3 of 3 continuation sheets attached to the Schedule of Personal Property (Report also on Summary of Schedules) BEB (Ottital Form 60) (12/01) - Cost.

In re	Warehouse 86, LLC	Case No. 08-03423

SCHEDULE B - PERSONAL PROPERTY

	Type of Property	NONE	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
	Equitable or future interests, life colutes, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	х			
20.	Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, of trust.	х			
21.	Other contingent and unliquidated claims of every nature, including tax relunds, counterraisms of the debtor, and rights to actoff claims. Give estimated value of each.		insurance Claim Arising From Tornado and Firo Loss that destroyed subleased facility at 481 Airport industrial Dr. Southaven, MS 38671	•	Unknown
22.	Patento, copyrights, and other intellectual property. Give particulars.		Registered Service Mark "BARGAINLAND"; the name, "Warehouse 86"; in house custom softwere (e.g., "the Gavel", warehouse management systems, suction software, macros, routines, modules, etc.)	•	Unknown
	Licenses, franchises, and other general intangibles. Give particulars.	x			
	Customer lists or other compilations containing personally identifiable information (as efficied in I U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.		Gustomer E-mail Lists	•	Unknown
25.	Automobiles, trucks, trailers, and other yehicles and accessories.	x			
26.	Bosts, motors, and accessories.	X			
27.	Aircraft and accessories.	x			
28.	Office equipment, furnishings, and supplies.	X			
29.	Machinery, fixtures, equipment, and supplies used in business.		See Ex. 8.29 attached hereto.	•	1,060,847.58

Sub-Total > (Total of this page) 1,060,847.58

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Warehouse86 LLC. Monthly Deprecition Report

Exhibit B.29 - Warehouse 86, LLC Asset List

urchase Date	Memo	Amount
A 00	Cardboard Compactor	\$4,000.00
Aug-00 Aug-00	Computer Equip	\$19,485.0
Aug-00 Aug-00	Truck 1	\$21,500,0
Aug-00 Aug-00	Forklift	\$15,000.0
Aug-00 Aug-00	Office Furniture	\$15,000.0
Aug-00 Aug-00	Pallet Racking	\$10,000.0
Aug-00 Aug-00	Ramp	\$3,000.0
Aug-00 Apr-02	Computer Equip	\$52,315.0
Jun-03	Pallet Racking	\$143,125.0
Jun-03	Forklift RDX30	\$27,000.0
Jun-03	Toshiba Phone-DK424	\$6,000.0
Jun-03	Lucent Phone Partner 18D	\$6,000.0
Jan-04	Computers on 6/10/03	\$34,692.0
Jan-04 Jan-04	Land Rover on 12/12/03	\$69,330.0
Jan-04 Mar-04	Forklift - Nissan	\$7,864.5
Mar-04	Computer parts	\$2,805.9
	Computer parts	\$4,080.5
Apr-04	Computer parts	\$3,684,8
Jun-04 Jul-04	Computer parts	\$3,813.3
	Computer parts	\$1,165.3
Aug-04	Racking	\$2,874.8
Aug-04	Forklift - Yale	\$7,000.0
Sep-04	Computer parts	\$11,498.6
Sep-04	Metal Detectors	\$8,100.0
Sep-04	Off Furniture	\$1,022.9
Sep-04	04 Dodge Ram 1500-1D7HA16KX4J264931	\$18,302.
Sep-04	Office Funriture-Chairs	\$1,938.
Sep-04	Computer parts	\$11,690.
Oct-04	Computer parts	\$9,855.
Nov-04	Computer parts	\$1,050.
Dec-04	computer parts	\$987.
Jan-05		\$23,664.
Jan-05	computer	\$7,359.
Jan-05	Conveyors Copier - Lanier	\$1,378.
Jan-05		\$339.
Jan-05	software	\$15,160,
Feb-05	computer	\$28,144.
Mar-05	computer	\$578.
Mar-05	photo table	\$6,598.
Mar-05	software	\$13,764.
Apr-05	computer	φ10,704,

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Warehouse86 LLC. Monthly Deprecition Report

Warehouse86 LLC. Monthly Deprecition Report

Warehouse86 LLC. Monthl	y Deprecition R	∍port
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	Warehouse86 LLC. Monthly Deprection Report		Warehouse86 LLC. Monthly Deprecition Repor
corumi Basis		Accus) Basia	

			•			
Apr-05	Crown Order Picker	\$1,675.53		Nov-05	Software	\$1,124.46
Apr-05	Racking	\$16,203,58		Dec-05	Computer	\$30,432.77
Apr-05	software	\$8,625.78		Dec-05	Furniture	\$2,750.00
May-05	2 order pickers	\$6,611.00		Dec-05	Software	\$2,295.88
May-05	2 order pickers	\$4,475.00		Jan-06	Computer	\$23,927.30
May-05	computer	\$48,688.19		Jan-06	Software	\$2,391.65
May-05	Fixtures	\$1.554.48		Jan-06	Computer .	\$7,792.41
May-05	software	\$5,051.61		Jan-06	Furniture - office 3 chairs	\$2,608,36
Jun-05	computer	\$4,274,49		Jan-08	Computer	\$1,617.55
Jun-05	new HVAC	\$2,583.00		Jan-06	Equip Lite	\$345.02
Jun-05	racking	\$8,766.50		Jan-06	racking in Canada	\$3,332.93
Jun-05	SSL certificate	\$349.00		Jan-06	Sweeper - Cat	\$7,516,81
Jul-05	2 fans	\$824.93		Feb-08	Computer	\$1,125.00
Jul-05	computers ·	\$18,662.41		Feb-06	Software	\$8,994.28
Jul-05	Fumiture	\$5,187,16		Feb-06	Computer	\$2,117.83
Jul-05	Office Equip - Copier KM830D	\$8,400.00		Feb-08	Expander Unit for Canada	\$14,344.64
Jul-05 Jul-05	Racking/Pallet Jack	\$62,445,07		Feb-06	Equip Lite	\$909,36
Jul-05	software	\$97.50		Feb-08	Computer	\$8,070.00
Jul-05	telephone	\$645.00		Mar-06	Computer	\$10,931.69
Aug-05	camera	\$624.94		Mar-06	Order Pickers - 1 Yale/2 Cat	\$3,372.80
Aug-05 Aug-05	computers	\$18,281.64		Mar-06	Computer	\$3,502.90
Aug-05 Aug-05	furniture Cubicles and desk	\$12,381,16	•	Mar-06	Fax Machine	\$1,188,17
Aug-05	Office Equip Oki fax machine	\$2,392.57			Computer	\$1,097.79
Aug-05 Aug-05	Office Furniture - Joy's desk	\$2,429.01		Mar-06 Mar-06	Computer	\$2,791.20
Aug-05	photocube	\$2,008,00			Computer	\$43,692.47
Aug-05 .	software	\$999.00		Apr-06	Computer	\$42,264.78
Aug-05 . Aug-05	telephones	\$2,730,52		Apr-08	Computer	\$6,505,78
Sep-05	camera	\$2,215.99		May-06	Software	\$432,39
Sep-05	Chain link fence-Labor/Material to install 178'	\$4,507.46		May-06	Computer	\$2,106,86
Sep-05	computer scanners	\$34,464.02		May-06 May-06	File cabinet -3	\$2,403.50
Sep-05	photocube	\$4,556.60		May-08	Software	\$655.45
Sep-05	Software - Sqi Svr 2000	\$21,672.82			Computer	\$3,725.00
Oct-05	camera	\$3,006,13		May-08 Jun-06	Computer	\$1,082.45
Oct-05	computer	\$19,680.74	1	. Jun-06	Computer	\$7,476.55
Oct-05	conveyors in Canada	\$5,713.65	1	Jul-06	Computer	\$18,745.03
Oct-05	Fax/Toner - Canada Office	\$1,085,90	İ	Jul-08 Jul-08	Computer	\$87,401.89
Oct-05	Office Funiture	\$3,083.54		Jul-06 Jul-06	Conyeyor DC7	\$115,415.55
Oct-05	Photo Booth	\$5,000.00		Jul-08	Copier CS2030	\$3,818.28
Oct-05	Racking	\$24,797,66		Jul-06	Equip Lite	\$11,640,95
Oct-05	Software	\$247.93		Jul-06	Furniture - Used office	\$9,700.00
Nov-05	Camera and accessories	\$131.08		Jul-06 Jul-06	Refridgerator, Work Table & Ice Maker - 1 Each	\$7,298,31
Nov-05	Computer	\$11,442.08		Jul-06	Safe - 2 Centurion D31	\$2,140.00
Nov-05	conveyors in Canada	\$3,112.67		Jul-06	Tennant 8410 Sweeper Scrubber - Inv 1439	\$15,220.50
Nov-05	Fixtures	\$1,604.48		Jui-06 Aug-06	Computer	\$650.80
,,,,,,,,,,	* ***** *	• •	i i	Aug-vo	Compater	400.00

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Warehouse86 LLC. Monthly Deprecition Report

crual Basis		
Aug-06	Software	\$2,998.94
Aug-06	Computer	\$2,183.10
Aug-06	Software	\$1,437.98
Aug-08	Computer	\$10,121.74
Aug-06	Computer	\$403.11
Aug-06	Computer	\$728.47
Aug-06	Computer	. \$28,607.74
Aug-06	Conveyor System	\$272,150.32
Aug-06	Equip Lite	\$10,989.53
Aug-06	Fax Machine Okl 5780	\$1,188.17
Aug-06	Ice Machine Shipping On Work Table - 1	-\$138.00
Aug-06	Security Cameras -3	\$1,400,63
Aug-06	Security Fences	\$4,019.99
Aug-06	Software	\$4,388.40
Aug-06	Trash compactor wiring	\$2,782.00
Aug-06	Computer	\$9,640.99
Sep-06	Software	\$21,672.82
Sep-06	Computer	\$182.17
Sep-06	Software	\$3,125.59
Sep-06	Computer	\$569.86
Sep-06	Computer	-\$66,89
Sep-06	Conveyor -Camera stands -2	\$6,698.20
Sep-08	Data drops to cubes	\$950.00
Sep-06	Equip Lite	\$6,270.40
Sep-06	Racking Shelves -1000	\$13,550.00
Sep-08	Software	\$4,068.85
Sep-06	Computer	\$29,290.91
Sep-06	Software	\$3,512.06
Oct-06	Computer	\$754.16
Oct-06	Software	\$490.00
Oct-06	Computer	\$189.18
Oct-06	Software	\$400.64
Oct-06	Computer	\$744.87
Oct-06	Computer	\$12,589.94
Oct-06	Computer	\$4,894.08 \$1,444.50
Oct-06	Equip Lite	
Oct-06	Racking Shelves -2080 partial	\$27,657.00 \$66,762.13
Nov-06	Software	\$2,454.30
Nov-06	Computer	\$2,454.30 -\$36.05
Nov-06	Computer part of odding order	\$5,202.29
Nov-06	Conveyor - crossovers - part of original order Crown Lift Trucks - 2	\$10,200.00
Nov-06	Equip Lite	\$1,294.25
Nov-06	Equip Lite Tennant 5680 floor scrubber	\$4,676.00
Nov-06	Leubaur poon mon actioner	4-101 0.00

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Warehouse86 LLC. Monthly Deprecition Report

Accrual Basis		
Dec-06	Computer	\$2,014.00
Dec-08	Photo Booth	\$1,930.50
Dec-06	Computer .	\$5,182.73
Dec-06	Software	\$6,771.05
Dec-06	Computer	\$1,007.00
Dec-06	Equip Lite	\$378.00
Dec-06	Lyon Shelving for Warehouse	\$6,500.00
Dec-08	Photo Booth	\$1,987.00
Dec-06	Computer	\$2,244.34
Dec-06	Computer	\$18,950.51
Dec-06	Equip Lite	\$1,330.76
Dec-06	Computer	\$4,623.62
Dec-08	Correction	-\$1,510.00
Dec-06	Tennant 8410 Floor scrubber return-Blue Ribbor	-\$13,710.50
Jan-07	Computer	\$1,426.00
Jan-07	Computer	\$1,009.43
Jan-07	Computer	\$10,659.48
Jan-07	Computer	\$3,401.69
Jan-07	Onan Generator	\$13,500.00
Feb-07	Computer	\$360,61
Feb-07	Furniture	\$4,227.98
Feb-07	Software	\$1,046.51
Feb-07	Computer	\$1,690.00
Feb-07	Racking	\$3,300.00
Feb-07	Computer	\$10,521.52
Feb-07	Computer	\$42,094.48
Mar-07	Computer	\$2,086.34
Apr-07	Furniture - 6 chairs	\$855.43
Apr-07	Materials for DC-5 network wiring revisions	\$988.17
Apr-07	Paper Shredder :	\$599.78
Apr-07	Software	\$267.04
Apr-07	Water Coolers	\$985.00
Apr-07	Racking	\$4,125.00
Apr-07	Computer .	\$4,319.96
Apr-07	Computer	\$4,859.94
Apr-07	Computer	\$3,239.96
May-07	Computer	\$685.00
May-07	Software	\$618,95
May-07	Software	\$0.90
May-07	Equip Lite	-\$756.00
Apr-07	Computer .	\$2,535.00
Jun-07	Computer	\$2,492.00
Jun-07	Computer	\$486.30
Jun-07	Computer	-\$599.99

\$2,571.20 Jun-07 Computer \$3,921.85 Conveyor Equip Lite .hm-07 \$842.00 \$8,554.55 Software \$860.91

Jun-07 Jun-07 Software \$2,029.93 Jul-07 Computer \$1,617.18 \$2,200.00 Aug-07 Aug-07 \$84,659.86 -\$38.482.92 Sep-07 Material Handling Equip Sale Equip DE Sale Equip CA -\$113,010.29 Computer Software \$7,095.00 Oct-07 \$22,766.15 \$480.00 Oct-07 Nov-07 Dec-07 Computer \$1,035.81 \$3,640.00 Dec-07 Computer Sale Equip DC8/10 -\$9,640.99 Dec-07 Dec-07 Sale Equip DC8/10 Sale Equip DC8/10 -\$29,290,91 -\$3,512.08 Dec-07 -\$898,630.72

Feb-07 Moved from AZ Feb-07 to Utah Moved LandRover Feb-07 Feb-07 from AZ to TN Moved Office Oct-07 from TN to MS Computer HP DL580G4 Memory Oct-07 Jan-08 Computer HPDL380 Computer Ram for SQL Server Jan-08 .lan-08 Feb-08 Computer
Tables and Stools - 24 Feb-08 Pallets Racks in Utah
Computer Cisco WS-CAC-2500W Power Supply Feb-08

Total Book Value

Computer -15 Server Drives Dispose-Dodge 1500

Computer Land Rover Sale

\$2,178,073.42

\$898,630,72

\$69,330.00 -\$115,151.57

\$115,151.57 \$360.52

\$6,995,00 \$3,073.15

\$996.53 \$7,586.84

\$4,590.50

\$4,394.46 -\$69,330.00

\$3,057.91 \$3,670.00

-\$18,302,39

Less Est. Damage from Tornado/Fire

-1,117,225.84

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BSD (Official Perm 6D) (12/07)

Warehouse 86, LLC

Mar-08

May-08 Jun-08

Aug-08 Sep-08

08-03423

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

habetel of vice in the extensive isoting an upper to exceed which the properties of
CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	20-(40000	# HW-10	DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	42007-14007-	DM-17-0	0-50-5-50	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No. 5 River Bend PL, LLC 5 River Bend Place Sto. D Flowcood, MS 39232			Rent Deposit Rent Deposit - 5 River Bend PI, Flowcod, MS Value \$ 294.00	Ľ	TEO		294.00	0.00
Account No. American Govers, Inc. dba Handstandd 875 West 14800 South Bluffdalo, UT 84085		-	Lian interest in goods owned by creditor consigned to Debter Velue S 300.00				300.00	0.00
Account No. Audiovox Spac. Applic. 53200 Marina Driva Elkhart, IN 48514		-	Lien interest in goods owned by creditor consigned to Debter Value \$ 25,000.00				25,000.60	0.00
Account No. Baja Motoreports, LLC 40022 North Hammond Ln Phoenix, AZ 85034		-	Lien interest in goods owned by creditor consigned to Debter Value \$ 1,000.00				1,600.00	0.00
4 continuation sheets attached					oto		26,594.00	0.00

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Warehouse86 LLC. Monthly Deprecition Report

Remaining Book Value

\$1,060,847.58

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BSD (Official Form 6D) (12/07) - Cont.

e	Warehouse 86, LLC		C

Case No. 08-03423

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS (Continuation Sheet)

			(Cultimostion allest)					
CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	20-19-000	HW HW H	bard, Wis, Idal or Community DATH CLAIM WAS INCURRED, NATURES OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	20022002	PO-02-04	O-SP-C-BO	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.	T	Г	Lien interest in goods owned by creditor consigned to Debtor	7	L			
Brands on Sale 16708 Edwards Rd. Corritos, CA 90703		-	Value \$ 2,000.00				2,000,60	0.00
Account No.	╁	╁	Lien interest in goods owned by creditor	+	H	Н	2,000.00	0,00
DHL Express-Glalma Attn: Mark Senchez 1144 W. Washington St. Tempe, AZ 86281		-	consigned to Debter					
	1	Ļ	Value \$ 300,00 Lien interest in goods owned by creditor	Ļ	Ļ	Ц	2,858,78	2,558.78
Account No. DHL Express-SRC 1100 Airport Rd. MS 2061-D11 Wilmington, OH 46177	4		consigned to Debter	-				
	L	L	Value \$ 1,500.00	<u> </u>	L	L	370,911,30	369,411,30
Account No. Memphis LG&W P.O. Box 388 Memphis, TN 38145-0388		-	Utility Deposit - Memphis Light Gas and Water . Value \$ 26,200.00				25,200,00	0.50
Account No.	T	T	Purchase Money Security	Т	Τ			
Momphis Rocyling Serv. 1131 Agnes Momphis, TN 38104			Baler (destroyed in 2/5/06 ternado)					
	L	L	Value 5 Unknown	L	L	Ц	3,731.52	Unknown
Sheet 1 of 4 continuation sheets att Schedule of Creditors Holding Secured Claim		d fr	(Total of	Sub his			405,701.60	371,970.08